

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Chapter 11

REVLON, INC., *et al.*,¹

Case No. 22-10760 (DSJ)

Debtors.

(Jointly Administered)

AIMCO CLO 10 LTD, *et al.*

Plaintiffs,

Adv. Pro. No. 22-01167 (DSJ)

v.

REVLON, INC., *et al.*

Defendants.

**STIPULATION AND ORDER STAYING THE ADVERSARY PROCEEDING AND
DISMISSING THE COMPLAINT UPON THE PLAN EFFECTIVE DATE**

WHEREAS, on October 31, 2022, the Plaintiffs in this proceeding filed an *Adversary Complaint* (the “Complaint”) (ECF No. 1);

WHEREAS, on December 5, 2022, the debtors and debtors in possession who are defendants in this proceeding (collectively, the “Debtor Defendants”) filed a *Motion to Dismiss the Adversary Complaint* (the “Debtor Defendants’ Motion to Dismiss”) (ECF No. 15) and *Counterclaims and Answer to the Complaint* (“Debtor Defendants’ Counterclaims”) (ECF No. 22);

WHEREAS, on December 5, 2022, 140 Summer Partners Master Fund, L.P., Angelo, Gordon & Co., L.P., Ares Corporate Opportunities Fund V, L.P., ASOF Holdings II, L.P., ASSF AIV B Holdings III, L.P., Deutsche Bank AG Cayman Islands Branch, Diameter Capital Partners,

¹ The last four digits of Debtor Revlon, Inc.’s tax identification number are 2955. Due to the large number of debtor entities in these Chapter 11 Cases, for which the Court has granted joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/Revlon>. The location of the Debtors’ service address for purposes of these Chapter 11 Cases is: One New York Plaza, New York, NY 10004.

L.P., Glendon Capital Management, L.P., King Street Management, L.P., Oak Hill Advisors, L.P., Cyrus Capital Partners, L.P., and Nut Tree Capital Management, L.P. (the “BrandCo Lenders”) filed a *Motion to Dismiss the Adversary Proceeding Complaint* (the “BrandCo Lenders’ Motion to Dismiss”) (ECF No. 21);

WHEREAS, on December 5, 2022, Jefferies Finance LLC and Jefferies LLC (the “Jefferies Entities”) filed a *Motion to Dismiss Plaintiffs’ Adversary Complaint* (“Jefferies Entities’ Motion to Dismiss”) (ECF No. 23);

WHEREAS, on February 16, ~~2022~~ **2023**, the Court entered an *Order Granting Debtors’ Motion to Dismiss the Adversary Complaint* (ECF No. 123); **[DSJ 2/27/23]**

WHEREAS, all parties now wish to resolve their disputes consensually without further litigation in the adversary proceeding, and at the hearing held before this Court on February 21, 2023, in connection with the Debtors’ motion to approve the adequacy of the disclosure statement and for related relief in case number 22-10760 (DSJ), Plaintiffs, through their counsel, stipulated and agreed to a stay of the above-captioned adversary proceeding (the “Adversary Proceeding”) pending the occurrence of the Effective Date, as that term is defined in the Notice of Filing of First Amended Joint Plan of Reorganization of Revlon, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (Case No. 22-10760, ECF No. 1499) (the “Plan”), and to dismissal of the Complaint as against the BrandCo Lenders and the Jefferies Entities upon the occurrence of the Effective Date.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND ORDERED, that:

1. The Adversary Proceeding shall be stayed, and all previously scheduled or stipulated deadlines or proceedings in the Adversary Proceeding shall be suspended until the occurrence of the Plan Effective Date or otherwise until further order of the Court;

2. Upon the occurrence of the Plan Effective Date, notice of which shall be provided to the Court by the Debtors, the Complaint as to the BrandCo Lenders and the Jefferies Entities shall be dismissed with prejudice. The Debtor Defendants' Counterclaims shall also be dismissed with prejudice.

3. The parties intend that this dismissal will fully and finally dispose of this action and all claims and counterclaims asserted therein and will not be subject to challenge on appeal or otherwise.

SO ORDERED:

Dated: New York, New York
February 27, 2023

s/ David S. Jones
HONORABLE DAVID S. JONES
UNITED STATES BANKRUPTCY JUDGE

/s/ Marc Ayala

Matthew L. Schwartz
Eric J. Brenner
BOIES SCHILLER FLEXNER LLP
55 Hudson Yards
New York, New York 10001
(212) 446-2300
Marc Ayala
BOIES SCHILLER FLEXNER LLP
333 Main Street
Armonk, New York 10504
(914) 749-8422
Counsel for Plaintiffs

/s/ Elliot Moskowitz

Elliot Moskowitz
Eli J. Vonnegut
Angela M. Libby
Garrett Cardillo
Adam M. Greene
Stephanie Massman
DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017
elliott.moskowitz@davispolk.com
eli.vonnegut@davispolk.com
angela.libby@davispolk.com
garrett.cardillo@davispolk.com
adam.greene@davispolk.com
stephanie.massman@davispolk.com
Counsel for BrandCo Lender-Defendants

/s/ Kevin P. Broughel

Kevin P. Broughel
Andrew V. Tenzer
Scott C. Shelley
Kevin C. Logue
Will Clark Farmer
PAUL HASTINGS LLP
200 Park Avenue
New York, New York 10166
kevinbroughel@paulhastings.com
andrewtenzer@paulhastings.com
kevinlogue@paulhastings.com
Counsel for Jefferies Defendants

/s/ Lewis R. Clayton

Paul M. Basta
Lewis R. Clayton
Kyle J. Kimpler
William A. Clareman
Sean A. Mitchell
Jonathan Hurwitz
**PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP**
1285 Avenue of the Americas
New York, NY 10019
Telephone: (212) 373-3000
Facsimile: (212) 757-3990
pbasta@paulweiss.com
lclayton@paulweiss.com
kkimpler@paulweiss.com
wclareman@paulweiss.com
smitchell@paulweiss.com
jhurwitz@paulweiss.com
Counsel for Debtor Defendants

/s/ Steven F. Molo

Steven F. Molo
Justin M. Ellis
Sara E. Margolis
Caleb Hayes-Deats
MOLOLAMKEN LLP
430 Park Avenue
New York, NY 10022
smolo@mololamken.com
jellis@mololamken.com
smargolis@mololamken.com
chayes-deats@mololamken.com
mkelley@mololamken.com
Special Litigation Counsel for Debtor Defendants

/s/ Howard J. Kaplan

Howard J. Kaplan
KAPLAN RICE LLP
142 West 57th Street
Suite 4A
New York, NY 10019
hkaplan@kaplanrice.com
Special Litigation Counsel for Debtor Defendants